

Oswald Timothy J  
Form 4  
February 19, 2019

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Oswald Timothy J

(Last) (First) (Middle)

200 STATE STREET

(Street)

BELOIT, WI 53511

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
REGAL BELOIT CORP [RBC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/15/2019

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

VP/Human Resources

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
| Common<br>Stock                       | 02/15/2019                              |   | M                                    | V Amount (A) or (D) Price<br>750 A \$<br>72.29                          | 2,570  | D   |   |
| Common<br>Stock                       | 02/15/2019                              |   | F                                    | 684 D \$<br>83.91   | 1,886  | D   |   |
| Common<br>Stock                       |   |   |                                      |   | 199 <sup>(1)</sup>   | I   | Retirement<br>Savings<br>Plan                                     |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of  
information contained in this form are not  
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SEC 1474  
(9-02)

**displays a currently valid OMB control number.**

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |
|---|---|---|---|---|--|--|--|
|   |   |   |   | Code                                    | V (A) (D)  | Date Exercisable<br>Expiration Date                            | Title<br>Amount<br>or<br>Number<br>of<br>Shares                  |
| Stock<br>Appreciation<br>Rights                     | \$ 72.29  | 02/15/2019                              |   | M                                       | 750  | 05/04/2013 <sup>(2)</sup> 05/04/2021                           | Common<br>Stock 750  |
| Stock<br>Appreciation<br>Rights                     | \$ 75.76  |   |   |   |  | 05/07/2016 <sup>(3)</sup> 05/07/2024                           | Common<br>Stock 475  |
| Stock<br>Appreciation<br>Rights                     | \$ 78.15  |   |   |   |  | 05/12/2017 <sup>(3)</sup> 05/12/2025                           | Common<br>Stock 1,05   |
| Stock<br>Appreciation<br>Rights                     | \$ 57.43  |   |   |   |  | 05/11/2018 <sup>(3)</sup> 05/11/2026                           | Common<br>Stock 1,66   |
| Stock<br>Appreciation<br>Rights                     | \$ 80.7   |   |   |   |  | 05/10/2019 <sup>(3)</sup> 05/10/2027                           | Common<br>Stock 1,08   |
| Stock<br>Appreciation<br>Rights                     | \$ 77.6   |   |   |   |  | 05/09/2020 <sup>(4)</sup> 05/09/2028                           | Common<br>Stock 1,09   |

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| Oswald Timothy J<br>200 STATE STREET<br>BELOIT, WI 53511 | VP/Human Resources               |

## Signatures

/s/ Thomas E. Valentyn, as Power of  
Attorney

02/19/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Balance reflects the most current data available with regard to holdings in the Regal Beloit Corporation Retirement Savings Plan.  
Granted as stock-settled Stock Appreciation Rights ("SARs") under the 2007 Equity Incentive Plan. The SARs vest and become
- (2) exercisable 40% on the second anniversary, 60% on the third anniversary, 80% on the fourth anniversary and 100% on the fifth anniversary of the date of the grant.
- (3) Granted as stock-settled SARs under the 2013 Equity Incentive Plan. The SARs vest and become exercisable 40% on the second anniversary, 60% on the third anniversary, 80% on the fourth anniversary and 100% on the fifth anniversary of the date of the grant.
- (4) Granted as stock-settled SARs under the 2018 Equity Incentive Plan. The SARs vest and become exercisable 40% on the second anniversary, 60% on the third anniversary, 80% on the fourth anniversary and 100% on the fifth anniversary of the date of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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